

Objection Deadline: June 4, 2008 at 4:00 p.m.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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NOTICE OF PRESENTMENT OF JOINT STIPULATION AND AGREED
ORDER COMPROMISING AND ALLOWING PROOF OF CLAIM NUMBERS
12829, 12830, 12832, AND 12840 (BARNES GROUP INC., ASSOCIATED
SPRING DO BRASIL LTDA., BARNES GROUP CANADA CORP.,
AND LONGACRE MASTER FUND, LTD.)

PLEASE TAKE NOTICE that on April 27, 2007, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to proof of claim number 12830 ("Proof of Claim 12830") filed by Associated Spring do Brasil Ltda. ("Associated Spring"), and later assigned to Longacre Master Fund, Ltd. ("Longacre"), pursuant to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Insufficiently Documented Claims, (b) Claims Not Reflected On Debtors' Books And Records, (c) Protective Insurance Claims, (d) Insurance Claims Not Reflected On Debtors' Books And Records, (e) Untimely Claims And Untimely Tax Claims, And (f) Claims Subject To Modification, Tax Claims Subject to Modification, And Claims Subject To Modification And Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection").

PLEASE TAKE FURTHER NOTICE that on June 15, 2007, the Debtors objected to proof of claim number 12829 ("Proof of Claim 12829") filed by Barnes Group Canada Corp. ("Barnes Canada"), and later assigned to Longacre, pursuant to the Debtors' Seventeenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Insurance Claim Not Reflected On Debtors' Books And Records, (D) Untimely Claims And Untimely Tax Claims, And (E) Claims Subject To Modification, Tax Claims Subject to Modification, And Modified Claims Asserting Reclamation (Docket No. 8270) (the "Seventeenth Omnibus Claims Objection").

PLEASE TAKE FURTHER NOTICE that on December 21, 2007, the Debtors objected to proof of claim number 12840 ("Proof of Claim 12840") filed by Barnes Group, Inc. ("BGI" and, together with Associated Spring, Barnes Canada, and Longacre, the "Claimants"),

and later assigned to Longacre, pursuant to the Debtors' Twenty-Fourth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (A) Duplicate Or Amended Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification, Modified Claims Asserting Reclamation, And Claim Subject To Modification That Is Subject To Prior Order (Docket No. 11588) (the "Twenty-Fourth Omnibus Claims Objection" and, together with the Thirteenth Omnibus Claims Objection and Seventeenth Omnibus Claims Objection, the "Omnibus Claims Objections").

PLEASE TAKE FURTHER NOTICE that the Debtors and the Claimants have agreed to settle the Omnibus Claims Objection with respect to the Proofs of Claim 12829, 12830, and 12840 and to allow proof of claim number 12832 ("Proof of Claim 12832" and, together with Proofs of Claim 12829, 12830, and 12840, the "Proofs of Claim"), and because the claims (the "Claims") asserted in the Proofs of Claim involve ordinary course controversies and pursuant to the Amended And Restated Order Under 11 U.S.C. §§ 363, 502 And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401), the Debtors and the Claimants have (i) entered into a Settlement Agreement dated as of May 6, 2008 (the "Settlement Agreement") and (ii) executed a Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Numbers 12829, 12830, 12832, And 12840 (Barnes Group, Inc., Associated Spring do Brasil Ltda., Barnes Group Canada Corp., And Longacre Master Fund, Ltd.) (the "Joint Stipulation").

PLEASE TAKE FURTHER NOTICE that, pursuant to the Settlement Agreement and the Joint Stipulation, the Debtors and the Claimants have agreed (i) to allow Proof of Claim 12829 as a general unsecured non-priority claim in the amount of \$88,440.43, (ii) to allow Proof

of Claim 12830 as a general unsecured non-priority claim in the amount of \$12,847.12, (iii) to allow Proof of Claim 12832 as a general unsecured non-priority claim in the amount of \$38,054.54, (iv) to allow Proof of Claim 12840 as a general unsecured non-priority claim in the amount of \$604,168.51, and (v) that the Claimants shall withdraw their responses to the Omnibus Claims Objections with prejudice.

PLEASE TAKE FURTHER NOTICE that if timely written objections are filed, served, and received in accordance with this notice, a hearing to consider approval of the Joint Stipulation will be held on June 19, 2008 at 10:00 a.m. (prevailing Eastern Time) (the "Hearing") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that if no written objections to the Joint Stipulation are timely filed, served, and received, the Debtors will present the Joint Stipulation for consideration by the Bankruptcy Court on June 5, 2008.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Joint Stipulation must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Claims Objection Procedures Order, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of

New York, One Bowling Green, Room 632, New York, New York 10004, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel) and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr., John K. Lyons, and Joseph N. Wharton), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on June 4, 2008.

Dated: New York, New York
May 29, 2008

SKADDEN, ARPS, SLATE, MEAGHER &
FLOM LLP

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